

**UNITED STATES BANKRUPTCY COURT  
FOR THE  
DISTRICT OF NEW HAMPSHIRE**

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In re:

**Trikeenon Tileworks Inc**

Debtor

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Chapter 11

Case No. 10-13725-JMD

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**AFFIDAVIT OF KRISTIN POWERS**

I, Kristin Powers, having been duly sworn, hereby state and depose as follows:

1. My name is Kristin Powers . I am the President of Trikeenon Tileworks Inc . I am also President of Trikeenon Tileworks Inc. of New York and Trikeenon Holdings Inc. I am familiar with the books and records of Trikeenon Tileworks and the nature and extent of the claims of secured parties, here TD Bank, relative to cash collateral arising from Debtors' operations.

2. The names, addresses and cash collateral coverage of each creditor holding a secured claim against cash collateral arising from Debtor's operations is as follows:

*TD Bank  
Attn: Diane Whitten, Vice President  
15 Monument Square  
Leominster, MA 01453*

3. Debtor has advised TD Bank of its Chapter 11 filing and its intent to request authority for the use of cash collateral. For the first two quarters of 2010, Debtor's revenues totaled \$889,910. For the sixty (60) days ending November 30, 2010, I anticipate revenues totaling at least \$449, 000. Detailed income and expense

projections for the next sixty (60) days are attached hereto and incorporated by reference herein as Exhibit B to the Application for Continued Use of Cash Collateral through November 30, 2010.

4. To continue daily operations, Debtor needs the use of \$408,858.86 in cash collateral for the sixty (60) days ending November 30, 2010. I have provided and reviewed the cash flow and cash needs information used to support the application for continued use of cash collateral, and I believe the figures contained therein to be substantially accurate.

5. Without the use of cash collateral, Debtor's operations would cease, and the value of accounts receivable and indeed of other non-cash collateral would decline rapidly. Debtor would be unable to pay necessary utilities, maintenance, insurance and payroll expense would be unable to satisfy the overhead expense necessary to continue business operations.

6. As a result of its cash needs and expected receipts, Debtor requests authority to use up to \$408,858.86 in cash collateral for approximately the sixty (60) days ending November 30, 2010, the next cash collateral period. As adequate protection, Debtor will grant TD Bank a continuing replacement lien on post-petition cash collateral to the same extent and in the same priority as existed on August 30, 2010, plus reasonable financial reporting.

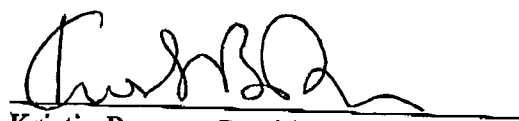
7. Debtor provides the above-described adequate protection without prejudice to its later right to contest the validity and priority of the lien held by TD Bank or the rights of other creditors to challenge the validity or enforceability of those liens.

8. I have read the Application For Continued Use of Cash Collateral through November 30, 2010 prepared by counsel. To the best of my knowledge, information and belief, the information stated therein is accurate.

9. I declare under penalty of perjury the foregoing is true and accurate to the best of my knowledge information and belief.

Date:

9-7-2010

  
Kristin Powers, President

**STATE OF NEW HAMPSHIRE  
COUNTY OF CHESHIRE**

Personally appeared the above-named Kristin Powers and made oath that the above statements are true and correct to the best of his knowledge and belief.

Before me,

Date:

9/7/2010